

# Exhibit B

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2020CH05839

**IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS  
COUNTY DEPARTMENT, CHANCERY DIVISION**

S.W., a Minor, through her Guardian, )  
JASON WILLIAMS, individually and on )  
behalf of similarly situated individuals, )

No. 2020CH05839

*Plaintiff,* )

Hon. )

v. )

TIKTOK, INC., a California corporation, )  
and BYTEDANCE INC., a Delaware )  
corporation, )

**Jury Trial Demanded**

*Defendants.* )

**CLASS ACTION COMPLAINT AND JURY DEMAND**

Plaintiff S.W., a minor, by and through her Guardian Jason Williams, individually and on behalf of other similarly situated individuals, brings this Class Action Complaint against Defendant TikTok, Inc. and Defendant ByteDance Inc. (“Defendants”) for their violations of the Illinois Biometric Information Privacy Act, 740 ILCS 14/15(a) (“BIPA”). Plaintiff alleges as follows based on personal knowledge as to Plaintiff’s own acts and experiences, and as to all other matters, upon information and belief, including an investigation conducted by her attorneys.

**INTRODUCTION**

1. BIPA defines a “biometric identifier” as any personal feature that is unique to an individual, including fingerprints, voice prints, and facial geometry. “Biometric information” is any information based on a biometric identifier, regardless of how it is converted or stored. 740 ILCS 14/10. Collectively, biometric identifiers and biometric information are known as “biometrics.”

FILED DATE: 9/11/2020 11:04 PM 2020CH05839

FILED DATE: 9/11/2020 11:04 PM 2020CH05839

2. Unlike ID badges or time-cards – which can be changed or replaced if stolen or compromised – facial geometry is a unique and permanent biometric identifier associated with each individual. This exposes individuals to serious and irreversible privacy risks. If for example, a database containing scans of face geometry or other sensitive, proprietary biometric data is hacked, breached, or otherwise exposed – like in ongoing and continuous data breaches – consumers have no means by which to prevent identity theft, unauthorized tracking or other unlawful or improper use of this highly personal and private information.

3. In recognition of the concern over the security of individuals’ biometrics, the Illinois Legislature enacted BIPA in 2008 specifically to regulate companies that handle and store Illinois citizens’ biometrics.

4. BIPA requires private entities in possession of biometric identifiers or biometric information to develop a publicly available written policy outlining its retention and destruction policies for such data. 750 ILCS 14/15(a) (“Section 15(a)”).

5. This case is about Defendants’ violations of Section 15(a) of BIPA as a result of their unlawful possession and storage of Illinoisans’ sensitive biometrics through Defendants’ extremely popular social media application, TikTok.

6. TikTok allows its users to upload short videos of themselves lip syncing and dancing, combined with various visual features, or “effects,” including “face sticker,” “face filter” and “face tracking” effects.

7. These effects require scanning the user’s facial geometry in order to place effects over the user’s face, replace the user’s face with an emoji animation or some other individual’s face, or enhance aspects of the user’s own facial features. As Defendant ByteDance Inc.’s representatives have admitted, Defendants’ TikTok application engages in “facial recognition for

the filters.”<sup>1</sup> Defendants’ TikTok application even has a feature that allows users to select someone’s face in a video and use the application’s facial recognition technology to identify other videos featuring that person.<sup>2</sup>

8. To facilitate the use of such features, the TikTok application’s facial recognition technology scans each video a user uploads for faces, extracts facial geometric data for each face appearing in the video, and stores on Defendants’ servers a facial geometric template for each face it identifies. However, Defendants have never publicly disclosed where or for how long they retain such facial geometric templates or when Defendants destroy them, if ever.

9. As a user of Defendants’ TikTok application in Illinois, Plaintiff brings this action for statutory damages and other remedies as a result of Defendants’ violations of Section 15(a) of BIPA.

10. Compliance with Section 15(a) is straightforward and minimally burdensome. For example, the disclosures required by Section 15(a) can be accomplished through a single sheet of paper or its electronic equivalent.

11. Unlike other statutes that only create a right of action if there is a qualifying data breach, BIPA strictly regulates the way entities may store and use biometrics and creates a private right of action for lack of statutory compliance.

12. Notwithstanding BIPA’s clear and unequivocal requirements, Defendants disregard Illinois citizens’ statutorily protected privacy rights and unlawfully possess individuals’ biometric identifiers and biometric information without complying with the publication requirements of Section 15(a).

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<sup>1</sup> <https://www.theverge.com/2018/11/30/18107732/bytedance-valuation-tiktok-china-startup> (last accessed Sept. 11, 2020).

<sup>2</sup> <https://radiichina.com/tiktok-new-video-search-function-is-from-the-future/> (last accessed Sept. 11, 2020).

13. Defendants' implementation of biometric face scanning technology in their TikTok application has resulted in Defendants' possession and storage of TikTok users' biometric identifiers in the form of their facial geometry or data derived therefrom, i.e. biometric information, but Defendants have never disclosed how long they intend to retain such data or when they will destroy such data, as required by law. Despite the sensitive nature of this biometric information, Defendants have avoided any costs associated with implementing their facial recognition technology in compliance with Section 15(a).

14. The Illinois Legislature has found that "biometrics are unlike other unique identifiers that are used to access finances or other sensitive information. For example, even sensitive information like Social Security numbers, when compromised, can be changed. Biometrics, however, are biologically unique to each individual and therefore, once compromised, such individual has no recourse, is at a heightened risk for identity theft in, and is likely to withdraw from biometric facilitated transactions." 740 ILCS 14/5.

15. Plaintiff brings this action for damages and other legal and equitable remedies resulting from the illegal actions of Defendants in storing and possessing her biometrics, and those of thousands of other consumers throughout the state of Illinois, without making publicly available a written policy describing how and for how long Defendants would store this sensitive, irreplaceable personal data, in direct violation of Section 15(a).

16. On her own behalf and on behalf of the proposed Class defined below, Plaintiff seeks an injunction requiring Defendants to comply with Section 15(a), as well as an award of statutory damages to the Class, together with costs and reasonable attorneys' fees.

## PARTIES

17. Defendant TikTok, Inc. is a California corporation that conducts business throughout Illinois, including in Cook County, Illinois.

18. Defendant ByteDance Inc. is a Delaware corporation that conducts, and is licensed by the Illinois Secretary of State to conduct, business throughout Illinois, including in Cook County, Illinois. Defendant ByteDance Inc. owns Defendant TikTok, Inc.

19. At all relevant times, Plaintiff S.W. and her father and Guardian, Jason Williams, have been residents of Cook County, Illinois and citizens of the state of Illinois.

## JURISDICTION AND VENUE

20. This Court may assert personal jurisdiction over Defendants pursuant to 735 ILCS 5/2-209 in accordance with the Illinois Constitution and the Constitution of the United States, because Defendants are doing business within this state and because Plaintiff's claims arise out of Defendants' unlawful in-state actions, as Defendants unlawfully possessed and stored Plaintiff's biometrics as a result of her use of Defendants' TikTok app in Illinois. Because of TikTok's popularity<sup>3</sup> and the scope and magnitude of Defendants' use of biometrics in connection with TikTok, Defendants knew that they would store and otherwise come into possession of Illinoisans' biometrics.

21. Venue is proper in Cook County, Illinois pursuant to 735 ILCS 5/2-101, because Defendants are doing business in Cook County, Illinois, and thus reside there under § 2-102, and because the transaction out of which this cause of action arises occurred in Cook County, Illinois.

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<sup>3</sup> TikTok was downloaded 7.7 million times in January 2020 alone. <https://www.businesstoday.in/latest/trends/tiktok-is-no1-beats-facebook-instagram-to-become-most-downloaded-app-in-us/story/397056.html> (last accessed Sept. 11, 2020).

### FACTS SPECIFIC TO PLAINTIFF

22. Plaintiff downloaded Defendants' TikTok application in March 2020, and has since uploaded and posted numerous videos to TikTok which include images of her face, and her face has also appeared in other users' uploaded videos. Plaintiff has also uploaded and appeared in videos featuring TikTok's facial animation effects, including the "face sticker," "face filter," and "face tracking" effects.

23. As a result of Plaintiff uploading videos featuring her face, and/or Plaintiff's face appearing in videos uploaded by other users, many of which have featured TikTok's face sticker, face filter, and face tracker technology, Defendants came into possession of and stored Plaintiff's biometric identifiers and/or biometric information, on their servers.

24. However, at all times Defendants have been in possession of Plaintiff's biometrics, Defendants failed to implement a publicly available biometric data retention and destruction policy as required by Section 15(a) of BIPA.

### CLASS ALLEGATIONS

25. Plaintiff bring this action on her own behalf and on behalf of a class of similarly situated individuals pursuant to 735 ILCS § 5/2-801. Plaintiff seeks to represent a Class defined as follows:

**Class:** All individuals whose biometric identifiers or biometric information were possessed and/or stored by Defendants through such individuals' use of Defendants' TikTok application within the state of Illinois at any time within the applicable limitations period.

26. Excluded from the Class are any members of the judiciary assigned to preside over this matter; any officer or director of Defendants; and any immediate family member of such officer or director.

27. There are at least thousands of members of the Class, making the members of the Class so numerous that joinder of all members is impracticable. Although the exact number of members of the Class is currently unknown to Plaintiff, the members can be easily identified through Defendants' records.

28. Plaintiff's claims are typical of the claims of the Class she seeks to represent, because the bases of Defendants' liability to Plaintiff and the Class is substantially the same, and because Defendants' conduct has resulted in similar injuries to Plaintiff and to the Class.

29. There are many questions of law and fact common to the claims of Plaintiff and the Class, and those questions predominate over any questions that may affect individual members of the Class. Common questions for the Class include, but are not limited to, the following:

- a. Whether Defendants store biometric identifiers or data or information that is derived or based on biometric identifiers;
- b. Whether Defendants have made available to the public a written policy that establishes a retention schedule and guidelines for destroying biometric identifiers or biometric information;
- c. Whether Defendants' conduct violates Section 15(a) of BIPA;
- d. Whether Defendants' BIPA violations are willful or reckless; and
- e. Whether Plaintiff and the Class are entitled to damages and injunctive relief.

30. Absent a class action, most members of the Class would find the cost of litigating their claims to be prohibitively expensive and would thus have no effective remedy. The class treatment of common questions of law and fact is superior to multiple individual actions or piecemeal litigation in that it conserves the resources of the courts and the litigants and promotes consistency and efficiency of adjudication.

FILED DATE: 9/11/2020 11:04 PM 2020CH05839

31. Plaintiff will fairly and adequately represent and protect the interests of the other members of the Class she seeks to represent. Plaintiff has retained counsel with substantial experience in prosecuting complex litigation and class actions. Plaintiff and her counsel are committed to vigorously prosecuting this action on behalf of the other members of the Class and have the financial resources to do so. Neither Plaintiff nor her counsel have any interest adverse to those of the other members of the Class.

32. Defendants have acted and failed to act on grounds generally applicable to Plaintiff and the other members of the Class, requiring the Court's imposition of uniform relief to ensure compatible standards of conduct toward the members of the Class and making injunctive or corresponding declaratory relief appropriate for the Class as a whole.

**COUNT I**  
**Violations of the Illinois Biometric Information Privacy Act, 740 ILCS 14/15(a)**  
**(On behalf of Plaintiff and the Class and against Defendants)**

33. Plaintiff incorporates the foregoing allegations as if fully set forth herein.

34. Defendants are private entities under BIPA. 740 ILCS 14/10.

35. Section 15(a) of BIPA provides that private entities in possession of biometric information must develop a publicly available biometric data retention and destruction policy.

36. As discussed herein, Defendants possess and store the biometrics of TikTok users, and came into possession of and stored Plaintiff's biometrics as a result of her use of Defendants' TikTok application.

37. Despite possessing and storing Plaintiff's and the other Class members' biometric identifiers and/or biometric information, Defendants have failed to develop and make publicly available a biometric data retention and destruction policy.

38. Thus, Defendants violated Section 15(a) of BIPA.

39. BIPA provides for statutory damages of \$5,000 for each willful and/or reckless violation of BIPA and, alternatively, damages of \$1,000 for each negligent violation of BIPA. 740 ILCS 14/20(1)-(2).

40. Defendants' violations of Section 15(a) of BIPA, a law in effect since 2008, were knowing and willful, or were at least in reckless disregard of the statutory requirements. Alternatively, Defendants negligently failed to comply with Section 15(a) of BIPA.

**PRAYER FOR RELIEF**

WHEREFORE, Plaintiff, on her own behalf and on behalf of the proposed Class, respectfully requests that this Court enter an Order:

- a. Certifying the Class as defined above, appointing Plaintiff as class representative and the undersigned as class counsel;
- b. Declaring that Defendants' actions, as set forth herein, violate Section 15(a) of BIPA;
- c. Awarding injunctive and equitable relief as necessary to protect the interests of Plaintiff and the Class by requiring Defendants to comply with BIPA;
- d. Awarding statutory damages of \$5,000 for each willful and/or reckless violation of Section 15(a) of BIPA, pursuant to 740 ILCS 14/20(2);
- e. Awarding statutory damages of \$1,000 for each negligent violation of Section 15(a) of BIPA, pursuant to 740 ILCS 14/20(1);
- f. Awarding reasonable attorneys' fees, costs, and other litigation expenses pursuant to 740 ILCS 14/20(3);
- g. Awarding pre- and post-judgment interest, as allowable by law; and
- h. Awarding such further and other relief as the Court deems just and equitable.

**JURY DEMAND**

Plaintiff requests trial by jury of all claims that can be so tried.

Dated: September 11, 2020

Respectfully submitted,

S.W., a Minor, through her Guardian, Jason Williams, individually and on behalf of similarly situated individuals

By: /s/ Timothy P. Kingsbury  
*One of Plaintiff's Attorneys*

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